

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:)	Chapter 11
)	
W. R. GRACE & CO., <i>et al.</i> , ¹)	Case No. 01-01139 (JKF)
)	Jointly Administered
Debtors)	

**AMENDED² NOTICE OF AGENDA OF MATTERS SCHEDULED FOR HEARING
ON JULY 25, 2011, AT 9:00 A.M. BEFORE THE HONORABLE
JUDITH K. FITZGERALD IN WILMINGTON, DELAWARE**

**PLEASE NOTE: DUE TO THE CONFIDENTIAL NATURE OF AGENDA ITEM
NUMBER 2 OF THIS HEARING, THERE WILL BE NO TELEPHONE
PARTICIPATION. ONLY PARTIES WHO ARE SUBJECT TO THE
CONFIDENTIALITY AGREEMENT WITH RESPECT TO AGENDA ITEM NUMBER 2
WILL BE PERMITTED TO APPEAR AND PARTICIPATE IN THE HEARING.**

UNCONTESTED MATTERS:

1. Motion of Debtors for Entry of an Order Authorizing Entry Into a Consent Decree with the United States and the Commonwealth of Massachusetts Regarding the Blackburn and Union Privileges Superfund Site – Walpole, MA [Filed: 6/20/11] (Docket No. 27113)

Response Deadline: July 8, 2011, at 4:00 p.m.

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

² Amended items appear in bold.

Responses Received: None as of the date of this Notice of Agenda.

Related Documents:

- a. [Proposed] Order Authorizing Entry Into a Consent Decree with the United States and the Commonwealth of Massachusetts Regarding the Blackburn and Union Privileges Superfund Site – Walpole, MA [Filed: 6/20/11] (Docket No. 27113, Exhibit A)
- b. Certification of Counsel Attaching Slightly Revised Order Authorizing Entry Into a Consent Decree with the United States and the Commonwealth of Massachusetts Regarding the Blackburn and Union Privileges Superfund Site – Walpole, MA [Filed: 7/11/11] (Docket No. 27238)
- c. **[Signed] Order Authorizing Entry Into a Consent Decree with the United States and the Commonwealth of Massachusetts Regarding the Blackburn and Union Privileges Superfund Site – Walpole, MA [Filed: 7/14/11] (Docket No. 27252)**

Status: The Court has entered an order on this matter.

2. [Filed Under Seal] Motion for Entry of an Order Authorizing, But Not Requiring, the Debtors to Participate in a Competitive Auction, and if Selected as the Winning Bidder Thereafter Consummate a Proposed Acquisition [Filed: 6/20/11] (Docket No. 27114)

Response Deadline: July 8, 2011, at 4:00 p.m. *(extended until **July 22, 2011 at 11:00 a.m.** for the Asbestos PI Creditors Committee, Asbestos PI FCR, Asbestos PD FCR and the Official Committee of Unsecured Creditors)*

Responses Received: None as of the date of this Notice of Agenda.

Related Documents:

- a. Notice of Motion for Entry of an Order Authorizing, But Not Requiring, the Debtors to Participate in a Competitive Auction, and if Selected as the Winning Bidder Thereafter Consummate a Proposed Acquisition [Filed: 6/20/11] (Docket No. 27114)
- b. [Filed Under Seal] Declaration of John James O'Connell III in Support of Motion for Entry of an Order Authorizing, But Not Requiring, the Debtors to Participate in a Competitive Auction, and if Selected as the Winning Bidder Thereafter Consummate a Proposed Acquisition [Filed: 6/21/11] (Docket No. 27121)
- c. [Filed Under Seal] Declaration of Jeremy Francis Rohen in Support of Motion for Entry of an Order Authorizing, But Not Requiring, The Debtors to Participate in a Competitive Auction, and if Selected as the Winning Bidder Thereafter Consummate a Proposed Acquisition [Filed: 6/21/11] (Docket No. 27122)

- d. [Signed] Protective Order Authorizing the Debtors to File Under Seal Their Motion for Entry of an Order Authorizing, But Not Requiring, the Debtors to Participate in a Competitive Auction, and if Selected as the Winning Bidder Thereafter Consummate a Proposed Acquisition [Filed: 6/22/11] (Docket No. 27126)
- e. **[Filed Under Seal] Supplemental Declaration of Jeremy Francis Rohen in Support of Motion for Entry of an Order Authorizing, but not Requiring, the Debtors to Participate in a Competitive Auction, and if Selected as the Winning Bidder Thereafter Consummate a Proposed Acquisition [Filed: TBF](Docket No. TBD)**
- f. **[Filed Under Seal] Certificate of Counsel Regarding Order, Amended as Attached Hereto, Authorizing, but not Requiring, the Debtors to Participate in a Competitive Auction, and if Selected as the Winning Bidder Thereafter Consummate a Proposed Acquisition [Filed: TBF](Docket No. TBD)**

Status: This matter will go forward. All proceedings will be under seal.

Dated: July 22, 2011

KIRKLAND & ELLIS LLP
Adam Paul
300 North LaSalle
Chicago, IL 60654
(312) 862-2000

and

BAER HIGGINS FRUCHTMAN LLC
Janet S. Baer, P.C.
Roger J. Higgins
11 East Wacker Drive
Suite 2800
Chicago, IL 60601
Telephone: (312) 836-4047

And

PACHULSKI STANG ZIEHL & JONES LLP

/s/ James E. O'Neill

Laura Davis Jones (Bar No. 2436)

James E. O'Neill (Bar No. 4042)

Kathleen P. Makowski (Bar No. 3648)

Timothy P. Cairns (Bar No. 4228)

919 N. Market Street, 17th Floor

P.O. Box 8705

Wilmington, Delaware 19899-8705

Telephone: (302) 652-4100

Facsimile: (302) 652-4400

Co-Counsel for the Debtors and Debtors-in-Possession